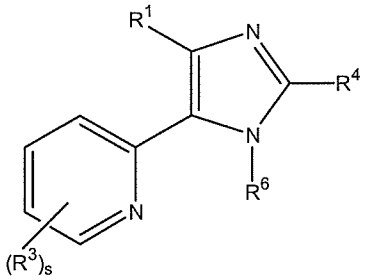
Listing of Claims:

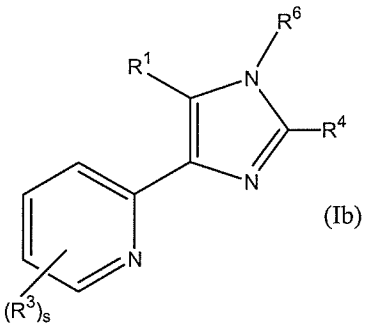
This listing of claims will replace all prior versions, and listings, of claims in the application:

1. (currently amended) A compound of the formula (Ia) or (Ib):



(Ia)

, or



(Ib)

or a pharmaceutically acceptable salt, tautomer, prodrug, hydrate, or solvate thereof, wherein:

R^1 is an optionally substituted ~~saturated, unsaturated, or~~ aromatic C_3-C_{20} mono-, bi- or polycyclic ring optionally containing at least one at least one nitrogen atom ~~heteroatom selected from the group consisting of N, O and S~~;

each R^3 is independently selected from the group consisting of: hydrogen, halo, halo(C_1-C_6)alkyl, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, perhalo(C_1-C_6)alkyl, (C_5-C_{10})heteroaryl, (C_5-C_{10})heterocyclic, (C_3-C_{10})cycloalkyl, hydroxy, (C_1-C_6)alkoxy, perhalo(C_1-C_6)alkoxy, phenoxy, (C_5-C_{10})heteroaryl-O-,

(C_5-C_{10})heterocyclic-O-, (C_3-C_{10})cycloalkyl-O-, (C_1-C_6)alkyl-S-, (C_1-C_6)alkyl-SO_2-, (C_1-C_6)alkyl-NH-SO_2-, nitro, cyano, amino, Ph$(CH_2)_{1\text{-}6}$NH-, (C_1-C_6)alkylamino, [(C_1-C_6)alkyl]$_2$-amino, (C_1-C_6)alkyl-SO_2-NH-, amino(C=O)-, aminoSO_2-, (C_1-C_6)alkyl-(C=O)-NH-, (C_1-C_6)alkyl-(C=O)-[((C_1-C_6)alkyl)-N]-, phenyl-(C=O)-NH-, phenyl-(C=O)-[((C_1-C_6)alkyl)-N]-, (C_1-C_6)alkyl-(C=O)-, phenyl-(C=O)-, (C_5-C_{10})heteroaryl-(C=O)-, (C_5-C_{10})heterocyclic-(C=O)-, (C_3-C_{10})cycloalkyl-(C=O)-, HO-(C=O)-, (C_1-C_6)alkyl-O-(C=O)-, H_2N(C=O)-(C_1-C_6)alkyl-NH-(C=O)-, [(C_1-C_6)alkyl]$_2$-N-(C=O)-, phenyl-NH-(C=O)-, phenyl-[((C_1-C_6)alkyl)-N]-(C=O)-, (C_5-C_{10})heteroaryl-NH-(C=O)-, (C_5-C_{10})heterocyclic-NH-(C=O)-, (C_3-C_{10})cycloalkyl-NH-(C=O)- and (C_1-C_6)alkyl-(C=O)-O-, where R^3 is optionally substituted by at least one substituent independently selected from (C_1-C_6)alkyl, (C_1-C_6)alkoxy, halo(C_1-C_6)alkyl, halo, H_2N-, Ph$(CH_2)_{1\text{-}6}$NH-, and (C_1-C_6)alkylNH-;

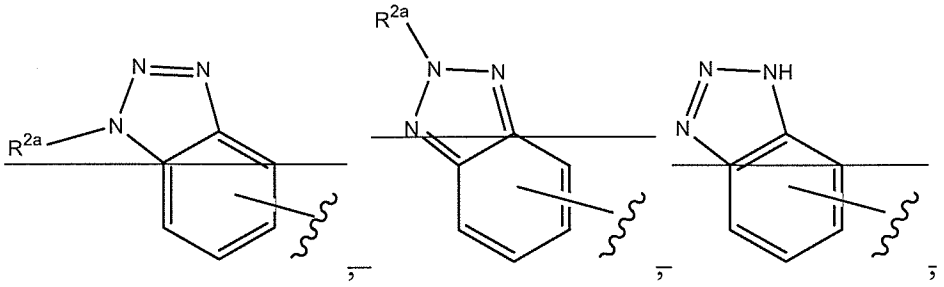
s is an integer from one to five; and

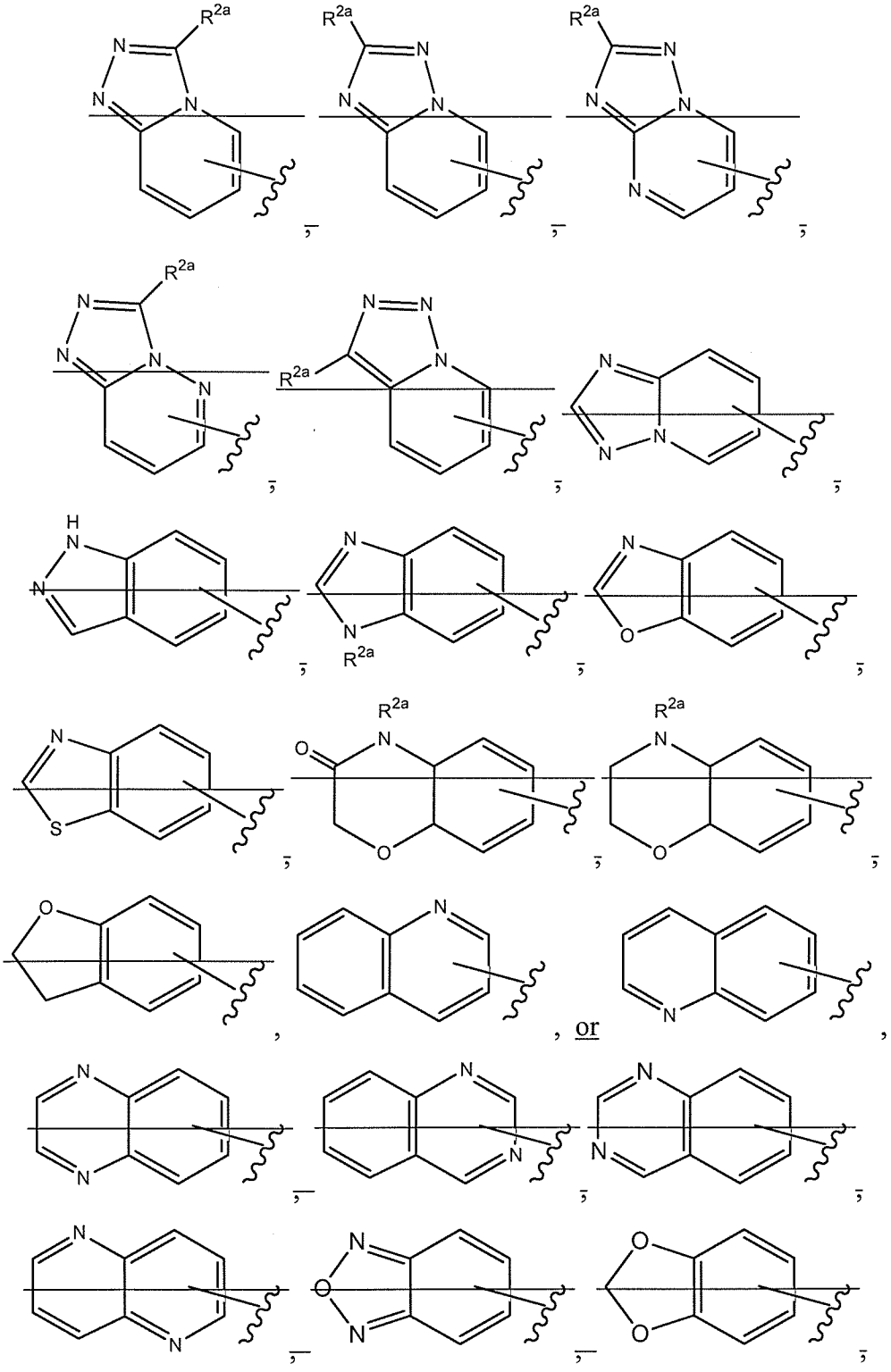
R^4 and R^6 taken together with the atoms to which they are attached form a core fused heteroaromatic.

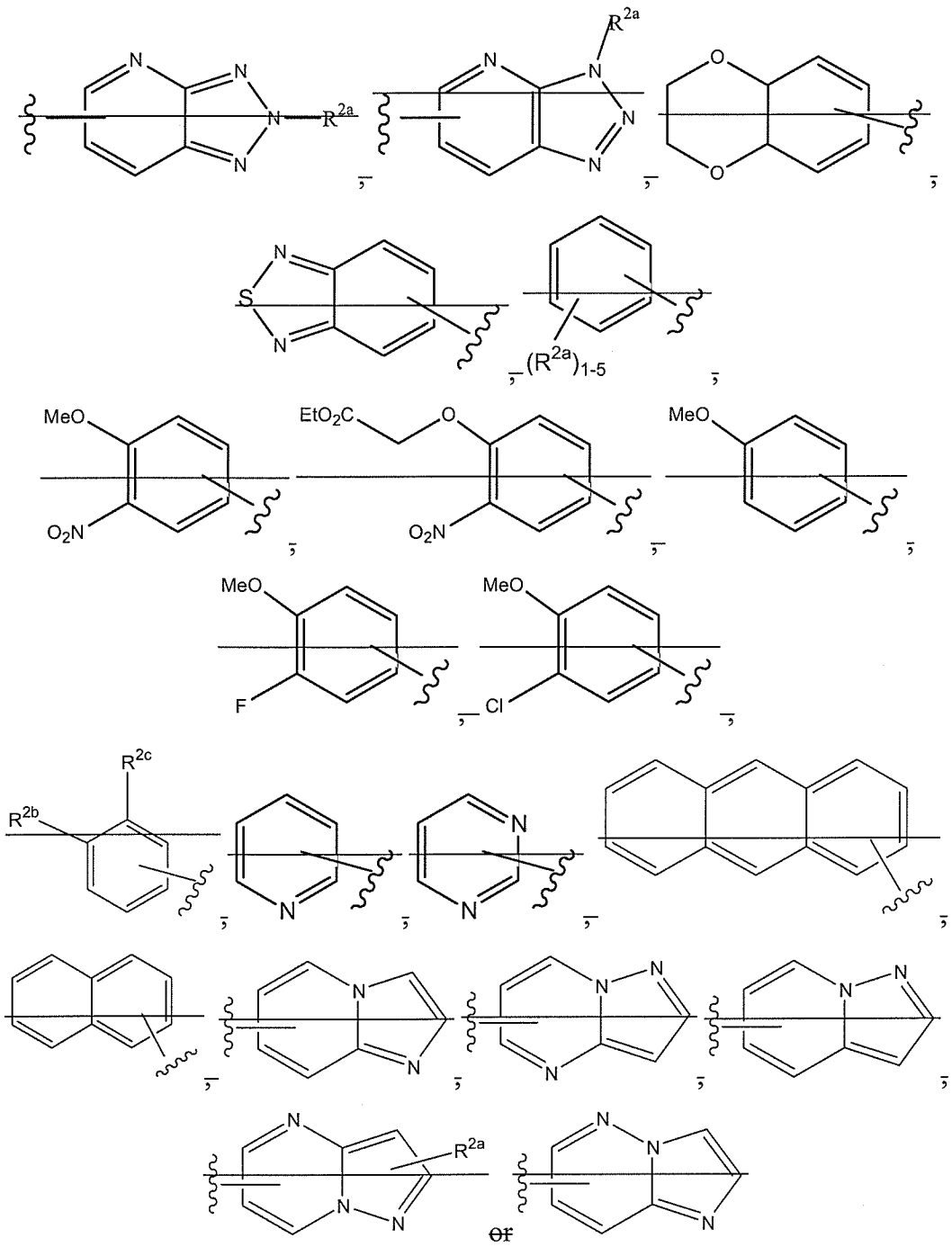
2. (original) A compound of claim 1, wherein R^3 is a (C_1-C_6)alkyl or a (C_3-C_{10})cycloalkyl group.

3. (original) A compound of claim 2, wherein R^3 is a methyl or a cyclopropyl group;

4. (currently amended) A compound of claim 1, wherein R^1 is







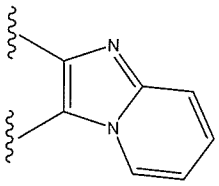
~~or~~

~~wherein R^{2a} is independently selected from the group consisting of: hydrogen, $(C_1$-$C_6)$alkyl, $(C_2$-$C_6)$alkenyl, $(C_2$-$C_6)$alkynyl, $(C_3$-$C_{10})$cycloalkyl, $(C_5$-$C_{10})$aryl, $(C_1$-$C_6)$alky$(C_5$-$C_{10})$aryl, amino, carbonyl, carboxyl, $(C_1$-$C_6)$acid, $(C_1$-$C_6)$ester, $(C_5$-$C_{10})$heteroaryl, $(C_5$-$C_{10})$heterocyclyl, $(C_1$-$C_6)$alkoxy, nitro, halo, hydroxyl,~~

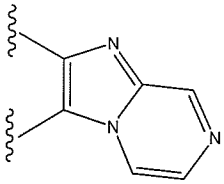
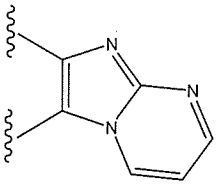
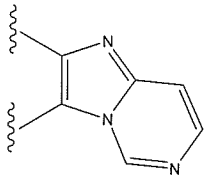
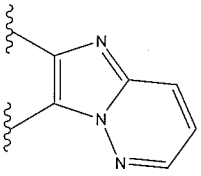
~~and (C_1-C_6)alkoxy(C_1-C_6)ester; and where alkyl, alkenyl, alkynyl, cycloalkyl, aryl, amino, acid, ester, heteroaryl, heterocyclyl, and alkoxy of R^{2a} is optionally substituted by at least one moiety independently selected from the group consisting of hydrogen, halo, (C_1-C_6)alkyl, (C_2-C_6)alkenyl, (C_2-C_6)alkynyl, perhalo(C_1-C_6)alkyl, phenyl, (C_3-C_{10})cycloalkyl, (C_5-C_{10})heteroaryl, (C_5-C_{10})heterocyclic, formyl, -CN, (C_1-C_6)alkyl-(C=O)-, phenyl-(C=O)-, HO-(C=O)-, (C_1-C_6)alkyl-O-(C=O)-, (C_1-C_6)alkyl-NH-(C=O)-, $((C_1-C_6)alkyl)_2$-N-(C=O)-, phenyl-NH-(C=O)-, phenyl-[$((C_1-C_6)$alkyl)-N]-(C=O)-, nitro, amino, (C_1-C_6)alkylamino, $((C_1-C_6)alkyl)_2$-amino, (C_1-C_6)alkyl-(C=O)-NH-, (C_1-C_6)alkyl-(C=O)-[((C_1-C_6)alkyl)-N]-, phenyl-(C=O)-NH-, phenyl-(C=O)-[$((C_1-C_6)$alkyl)-N]-, H_2N-(C=O)-NH-, (C_1-C_6)alkyl-HN-(C=O)-NH-, $((C_1-C_6)alkyl)_2$N-(C=O)-NH-, (C_1-C_6)alkyl-HN-(C=O)-[$((C_1-C_6)$alkyl)-N]-, $((C_1-C_6)alkyl)_2$N-(C=O)-[(C_1-C_6)alkyl-N]-, phenyl-HN-(C=O)-NH-, $(phenyl)_2$N-(C=O)-NH-, phenyl-HN-(C=O)-[$((C_1-C_6)$alkyl)-N]-, $(phenyl-)_2$N-(C=O)-[$((C_1-C_6)$alkyl)-N]-, (C_1-C_6)alkyl-O-(C=O)-NH-, (C_1-C_6)alkyl-O-(C=O)-[$((C_1-C_6)$alkyl)-N]-, phenyl-O-(C=O)-NH-, phenyl-O-(C=O)-[$((C_1-C_6)$alkyl)-N]-, (C_1-C_6)alkyl-SO_2NH-, phenyl-SO_2NH-, (C_1-C_6)alkyl-SO_2-, phenyl-SO_2-, hydroxy, (C_1-C_6)alkoxy, perhalo(C_1-C_6)alkoxy, phenoxy, (C_1-C_6)alkyl-(C=O)-O-, (C_1-C_6)ester-(C_1-C_6)alkyl-O-, phenyl-(C=O)-O-, H_2N-(C=O)-O-, (C_1-C_6)alkyl-HN-(C=O)-O-, $((C_1-C_6)alkyl)_2$N-(C=O)-O-, phenyl-HN-(C=O)-O-, and $(phenyl)_2$N-(C=O)-O-; and~~

~~R^{2b} and R^{2e} taken together with the atoms to which they are attached form an optionally substituted mono-, bi- or polycyclic, saturated, unsaturated, or aromatic ring system optionally containing at least one heteroatom selected from the group consisting of N, O and S.~~

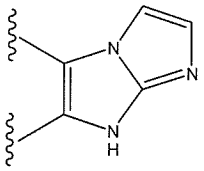
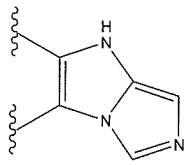
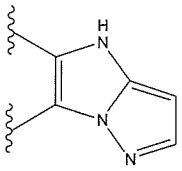
5. (withdrawn) A compound of claim 4, wherein said core fused heteroaromatic is:



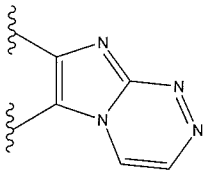
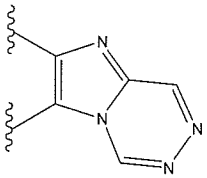
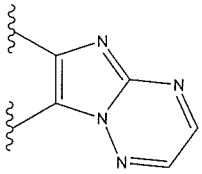
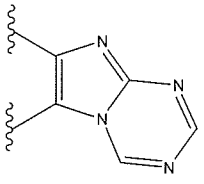
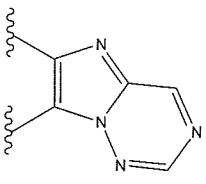
6. (original) A compound of claim 4, wherein said core fused heteroaromatic is:

 ,  ,  , or  .

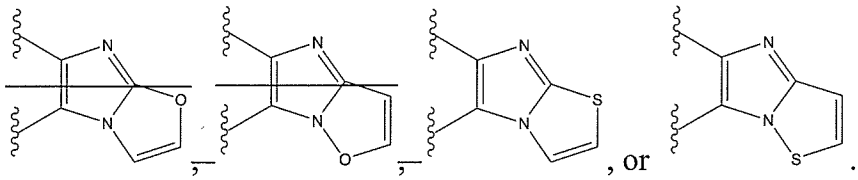
7. (original) A compound of claim 4, wherein said core fused heteroaromatic is:

 ,  , or  .

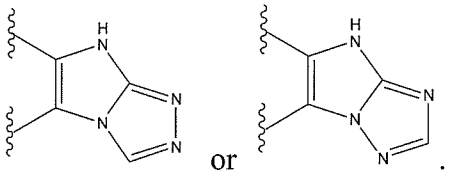
8. (withdrawn) A compound of claim 4, wherein said core fused heteroaromatic is:

 ,  ,  ,  , or  .

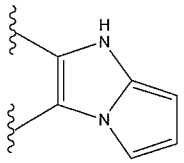
9. (withdrawn) A compound of claim 4, wherein said core fused heteroaromatic is:



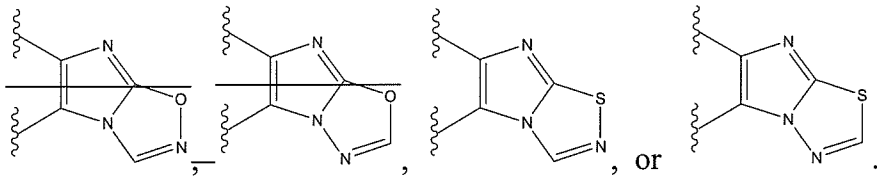
10. (withdrawn) A compound of claim 4, wherein said core fused heteroaromatic is:



11. (withdrawn) A compound of claim 4, wherein said core fused heteroaromatic is:



12. (withdrawn) A compound of claim 4, wherein said core fused heteroaromatic is:



13. (currently amended) A compound selected from the group consisting of:

6-[2-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyridin-3-yl]-quinoline;

6-[2-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyrazin-3-yl]-quinoline;

6-[2-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-quinoline;

~~2-Benzo[1,3]dioxol-5-yl-3-(6-methyl-pyridin-2-yl)-1H-imidazo[1,2-a]imidazole;~~

~~2-Benzo[1,3]dioxol-5-yl-3-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidine;~~

6-[2-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyrazin-3-yl]-quinoline;

6-[3-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyridin-2-yl]-quinoline;

6-[3-(6-Methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-2-yl]-quinoline;

6-[6-(6-Methyl-pyridin-2-yl)-imidazo[2,1-b][1,3,4]thiadiazol-5-yl]-quinoline;

6-[6-(6-Methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-quinoline;

6-[8-Methyl-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyridin-3-yl]-quinoline;

6-[7-Methyl-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyridin-3-yl]-quinoline;

6-[6-Methyl-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyridin-3-yl]-quinoline;

6-[3-(6-Methyl-pyridin-2-yl)-7H-imidazo[1,2-a]imidazol-2-yl]-quinoline;

~~1-Methyl-6-[3-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-2-yl]-1H-benzotriazole;~~

~~1-Methyl-6-[2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyridin-3-yl]-1H-benzotriazole;~~

6-[3-Methyl-6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-quinoline;

6-[2-Methyl-6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-quinoline;

6-[7-Methyl-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-quinoline;

~~2-(6-Methyl-pyridin-2-yl)-3-quinolin-6-yl-imidazo[1,2-a]pyrimidin-7-ylamine;~~

6-[7-Methyl-2-(6-methyl-pyridin-2-yl)-6-nitro-imidazo[1,2-a]pyridin-3-yl]-quinoline;

~~1-Methyl-6-[2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-1H-benzotriazole;~~

~~1-Methyl-6-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-1H-benzotriazole;~~

~~1-Methyl-6-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b][1,3,4]thiadiazol-5-yl]-1H-benzotriazole;~~

~~2-Methyl-5-[2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-3-yl]-2H-benzotriazole;~~

~~3-(2-Methyl-2H-benzotriazol-5-yl)-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-7-ylamine;~~

~~2-Methyl-5-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-2H-benzotriazole;~~

~~2-Methyl-5-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b][1,3,4]thiadiazol-5-yl]-2H-benzotriazole;~~

2-(6-Methyl-pyridin-2-yl)-3-quinolin-6-yl-imidazo[1,2-a]pyrimidin-7-ol;

~~1-Methyl-6-[6-(6-methyl-pyridin-2-yl)-2-methylsulfanyl-imidazo[2,1-b][1,3,4]thiadiazol-5-yl]-1H-benzotriazole;~~

Dimethyl-[2-(6-methyl-pyridin-2-yl)-3-quinolin-6-yl-imidazo[1,2-a]pyrimidin-7-yl]-amine;

~~2-Methyl-5-[3-methyl-6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-2H-benzotriazole;~~

~~2-Methyl-5-[2-methyl-6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-2H-benzotriazole;~~

~~2-(6-Methyl-pyridin-2-yl)-3-pyridin-4-yl-imidazo[1,2-a]pyridine;~~

~~2-(6-Methyl-pyridin-2-yl)-3-pyridin-4-yl-imidazo[1,2-a]pyrimidine;~~

~~2-(6-Methyl-pyridin-2-yl)-3-pyridin-4-yl-imidazo[1,2-a]pyrimidin-7-ylamine;~~

~~3-Benzothiazol-6-yl-2-(6-methyl-pyridin-2-yl)-imidazo[1,2-a]pyrimidin-7-ylamine;~~

~~1-Methyl-6-[6-(6-cyclopropyl-pyridin-2-yl)-imidazo[2,1-b][1,3,4]thiadiazol-5-yl]-1H-benzotriazole;~~

~~3-Methyl-5-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-3H-[1,2,3]triazolo[4,5-b]pyridine;~~

~~3-Methyl-5-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b][1,3,4]thiadiazol-5-yl]-3H-[1,2,3]triazolo[4,5-b]pyridine;~~

~~2-Methyl-5-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b]thiazol-5-yl]-2H-[1,2,3]triazolo[4,5-b]pyridine;~~

~~2-Methyl-5-[6-(6-methyl-pyridin-2-yl)-imidazo[2,1-b][1,3,4]thiadiazol-5-yl]-2H-[1,2,3]triazolo[4,5-b]pyridine; and~~

~~2-Methyl-5-[2-(6-methyl-pyridin-2-yl)-7H-imidazo[1,2-a]imidazol-3-yl]-2H-benzotriazole.~~

14. (original) A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

15. (withdrawn) A method of preventing or treating a TGF-related disease state in an animal or human comprising the step of administering a therapeutically effective amount of a compound of claim 1 to the animal or human suffering from the TGF-related disease state and wherein said TGF-related disease state is selected from the group consisting of cancer, glomerulonephritis, diabetic nephropathy, hepatic fibrosis, pulmonary fibrosis, intimal hyperplasia and restenosis, scleroderma, and dermal scarring.